

David B. Shemano, Esq.
ROBINS KAPLAN LLP
601 Lexington Avenue
Suite 3400
New York, NY 10022-4611
Tel: (212) 980-7400
Fax: (212) 980-7499

- and -

Howard J. Weg, Esq.
Scott F. Gautier, Esq.
ROBINS KAPLAN LLP
2049 Century Park East
Suite 3400
Los Angeles, CA 90067-3208
Tel: (310) 552-0130
Fax: (310) 229-5800

Counsel for Debtor and Debtor in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

33 Peck Slip Acquisition LLC, *et al.*

Debtors.¹

Chapter 11

Case No. 15-12479 (JLG)

(Jointly Administered)

**NOTICE OF AUCTION OF REAL PROPERTY
LOCATED AT 37 WEST 24TH STREET MT, NEW YORK, NEW YORK**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: 33 Peck Slip Acquisition LLC (3412), 52 West 13th P, LLC (4970), 36 West 38th Street, LLC (6842), and Gemini 37 West 24th Street MT, LLC (4143).

PLEASE TAKE NOTICE, that Gemini 37 West 24th Street MT, LLC (the “Debtor”), pursuant to the motion (the “Sale Motion”) dated September 8, 2015, filed with the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) that sought various relief including, *inter alia*, the entry of an order, pursuant to Sections 105(a), 363, and 365 of Title 11 of the United States Code (the “Bankruptcy Code”) and Rules 6004 and 6006 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), approving the scheduling of an auction (the “Auction”) (if a qualified competing bid, other than Purchaser’s,² is timely received) and, if requested under approved terms, a sale hearing (the “Sale Hearing”) at which the Debtor will seek entry of an order (the “Sale Order”) authorizing and approving the Sale of the Property to the Purchaser or to another Qualified Bidder submitting a higher or better offer (the “Successful Bidder”) free and clear of all liens, claims, interests or encumbrances.

PLEASE TAKE FURTHER NOTICE that in the Bankruptcy Court approved the Sale Procedures by entry of the Procedures Order (Docket No. 47, Case No. 15-12481), dated November 20, 2015.

PLEASE TAKE FURTHER NOTICE that in accordance with the Sale Procedures and the Procedures Order, the Debtor will conduct the Auction with respect to the Sale of the Property if an Acceptable Bid by any entity other than Purchaser’s bid is received

² Capitalized terms not specifically defined herein shall have the same meanings ascribed to them as in the Motion.

by **December 8, 2015 at 4:00 p.m. (EDT)** with a deposit of \$3,000,000 received by the Escrow Agent no later than **December 14, 2015 at 12:00 p.m. (EDT)**.

PLEASE TAKE FURTHER NOTICE that the Auction will take place on **December 15, 2015, at 11:00 a.m. (EDT)** at the United States Bankruptcy Court for the Southern District of New York, Courtroom 601, One Bowling Green, New York, NY 10004. All interested parties are invited to prequalify for the Auction and to present competing offers to purchase the Property in compliance with terms, conditions and procedures described in the Procedures Order.

PLEASE TAKE FURTHER NOTICE that if the Debtor receives a Qualified Bid the Debtor will conduct the Auction. Purchaser's aggregate bid for the Property is at least \$57,000,000. Bidding at the Auction will commence at \$58,240,000 and continue in increments of not less than \$100,000, until all Qualified Bidders have made their final offers.

PLEASE TAKE FURTHER NOTICE, that if the Debtor elects to schedule a separate Sale Hearing, the Debtor, by its attorneys, Robins Kaplan LLP, will move before the Honorable James L. Garrity, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, for entry of the Sale Order authorizing and approving the Sale of the Property to Bridgeton Acquisition, LLC, or such other Qualified Bidder who has submitted a higher and better bid for the Property in accordance with the Sale Procedures.

This Notice is qualified in its entirety by the Sale Procedures and the Procedures Order.

All persons and entities are urged to read the provisions of the Sale Procedures and the Procedures Order carefully. To the extent that this Notice is inconsistent with the Procedures Order, the terms of the Procedures Order shall govern.

Copies of the Procedures Order, the Sale Procedures, the Purchase Agreement and the Sale Motion are available from the undersigned counsel for the Debtor upon written request or may be obtained from the Bankruptcy Court at www.nysb.uscourts.gov (a PACER password is required in order to access such documents from the bankruptcy courts website).

BY ORDER OF THE COURT

Dated: New York, New York
November 20, 2015

ROBINS KAPLAN LLP

By: /s/ David B. Shemano
David B. Shemano, Esq.
601 Lexington Avenue
Suite 3400
New York, NY 10022-4611
Tel: (212) 980-7400
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